

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
W.R. Grace & Co., et al.,)	Case No. 01-01139 (JKF)
)	
)	Jointly Administered
Debtors.)	
)	

**ORDER APPROVING FOURTEENTH QUARTERLY FEE
APPLICATION OF DUANE MORRIS LLP FOR COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE
PERIOD FROM JULY 1, 2004 THROUGH AND INCLUDING SEPTEMBER 30, 2004**

Upon consideration of the Fourteenth Quarterly Fee Application of Duane Morris LLP for Compensation for Services Rendered and Reimbursement of Expenses as Counsel to the Official Committee of Unsecured Creditors for the Period From July 1, 2004 Through and Including September 30, 2004, filed on November 15, 2004 (the "Application"); and Notice of the Application having been served on November 15, 2004 upon the parties required by the Amended Administrative Order Under 11 U.S.C. §§ 105(a) and 331 Establishing Procedures For Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members (the "Administrative Order"); and, upon this Court's review the Application and any objections or statements of counsel related thereto, it is hereby

ORDERED, that the Application is GRANTED, and Duane Morris LLP is awarded (i) compensation for actual and necessary services rendered during the period from July 1, 2004 through and including September 30, 2004 in the amount of \$55,509.00 and (ii) reimbursement of expenses for said period in the amount of \$783.31; and it is further

ORDERED, that the Debtors are authorized to pay any and all unpaid fees and expenses requested in the Application from the Debtors' estates in accordance with the Administrative Order.

Dated: _____, 2004
Wilmington, Delaware

THE HONORABLE JUDITH K. FITZGERALD,
UNITED STATES BANKRUPTCY COURT JUDGE